

Form 210A (10/06)

**United States Bankruptcy Court
Southern District Of New York**

In re Lehman Brothers Holdings Inc., et al.

Case No.: 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Goldman Sachs Lending Partners LLC
Name of Transferee

Goldman Sachs Bank USA
Name of Transferor

Name and Address where notices to
transferee should be sent:

Court Claim # (if known): 28099
Debtor: Lehman Brothers Special Financing Inc.
Date Claim Filed: 9/22/2009
Transferred Claim Amount: \$68,500,000.00

Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
Attn: Michelle Latzoni
30 Hudson Street, 5th Floor
Jersey City, NJ 07302

Phone: (212) 934-3921
Last Four Digits of Acct #: _____

Phone: (212) 934-3921
Last Four Digits of Acct. #: _____

Name and Address where transferee payments
should be sent (if different from above):

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

Michelle Latzoni
Authorized Signatory

By: 
Name of Transferee/Transferee's Agent

Date: 12/14/12

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C §§ 152 & 3571

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the
Southern District of New York ("Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Brothers Special Financing Inc. ("Debtor")
Case No. 08-13555 (JMP) (Jointly Administered)

Claim No.: 28099

Goldman Sachs Bank USA, its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

Goldman Sachs Lending Partners LLC
c/o Goldman, Sachs & Co.
Attn: Michelle Latzoni
30 Hudson Street, 5th Floor
Jersey City, NJ 07302

its successors and assigns ("Buyer"), its rights, title and interest in and to Proof of Claim Number 28099, solely to the extent of \$68,500,000.00 (the "Assigned Claim") out of the aggregate \$705,807,411.00 claim against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Assigned Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Assigned Claim and recognizing Buyer as the sole owner and holder of the Assigned Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Assigned Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated December 14, 2012.

SELLER

GOLDMAN SACHS BANK USA

By: 
Name: **Barbara Fabbri**
Title: **Authorized Signatory**

BUYER

GOLDMAN SACHS LENDING PARTNERS LLC

By: 
Name: **Michelle Latzoni**
Title: **Authorized Signatory**